

MAY 1 1980 - 1 20 PM

STATEMENT OF NEW ROAD MARKS INTERSTATE COMMERCE COMMISSION

This Statement of New Road Marks dated as of April 29, 1980 is hereby submitted by United States Leasing International, Inc.

Recitals:

- A. ACF Industries, Incorporated and Ortner Freight Car Company, as Manufacturers; Trust Company for USL, Inc., as Trustee; and United States Leasing International, Inc., as Agent for the Trustee entered into a Conditional Sale Agreement dated as of May 1, 1972 covering 500 100-ton covered hopper cars with identifying marks and numbers RI 131750 to 132249, both inclusive; 300 70-ton 50 ft. all-steel sheath box cars with identifying marks and numbers RI 36000 to 36299, both inclusive; and 100 100-ton open hopper cars with identifying marks and numbers RI 102100 to 102199, both inclusive. Said Conditional Sale Agreement was filed and recorded with the Interstate Commerce Commission on June 26, 1972 under Recordation No. 6645.
- B. Trust Company for USL, Inc., as Lessor; United States Leasing International, Inc., as Agent for Lessor; and Chicago, Rock Island and Pacific Railroad Company, as Lessee entered into an Equipment Lease dated as of May 1, 1972 covering 500 100-ton covered hopper cars with identifying marks and numbers RI 131750 to 132249, both inclusive; 300 70-ton 50 ft. all-steel sheath box cars with identifying marks and numbers RI 36000 to 36299, both inclusive; and 100 100-ton open hopper cars with identifying marks and numbers RI 102100 to 102199, both inclusive. Said Equipment Lease was filed and recorded with the Interstate Commerce Commission on June 26, 1972 under Recordation No. 6646.

Now, Therefore:

United States Leasing International, Inc. hereby changes the identifying marks on the cars as follows:

See Exhibit A attached hereto.

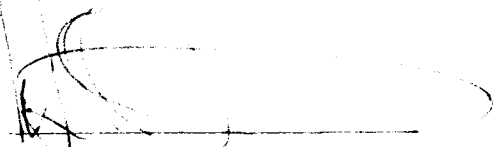
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This Statement of New Road Marks becomes effective on the date of filing with Interstate Commerce Commission pursuant to the provisions of Section 20(c) of the Interstate Commerce Act.

UNITED STATES LEASING INTERNATIONAL, INC.

By *Len Wakeman*
Assistant Vice President

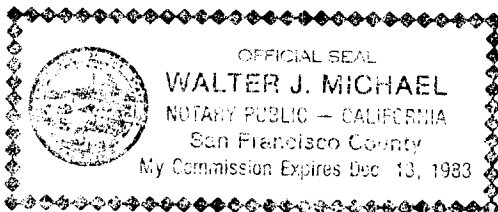
Attest:

A handwritten signature, possibly reading "K. J. [unclear]", is written over a horizontal line.

Assistant Secretary

State of California)
City and County of) SS:
San Francisco)

On this 29th day of April, 1980, before me, personally appeared Desa V. Wakeman, to me personally known, who being by me duly sworn, says that she is the Assistant Vice President of United States Leasing International, Inc., that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Walter J. Michael
Notary Public

(Notarial Seal)

My commission expires:

EXHIBIT A
TO THE STATEMENT OF NEW ROAD MARKS
DATED AS OF APRIL 29, 1980

<u>Original Identifying Mark and Number</u>	<u>New Identifying Mark and Number</u>
R.I. 131807	R.I. 631750
" 131882	" 631751
" 132054	" 631752
" 132069	" 631753
" 132204	" 631754
" 131852	" 631755
" 132058	" 631756
" 132195	" 631757
" 132223	" 631758
" 131969	" 631759
" 131976	" 631760
" 132108	" 631761
" 132248	" 631762
" 132066	" 631763
" 132232	" 631764
" 131779	" 631765
" 132208	" 631766
" 132202	" 631767
" 131838	" 631768
" 131897	" 631769
" 132046	" 631770
" 132157	" 631771
" 131833	" 631772
" 132152	" 631773
" 131834	" 631774
" 132219	" 631775
" 132109	" 631776
" 132221	" 631777
" 131903	" 631778
" 132078	" 631779
" 132130	" 631780
" 131776	" 631781
" 131920	" 631782
" 131764	" 631783
" 131927	" 631784
" 132010	" 631785
" 132150	" 631786
" 132177	" 631787
" 132079	" 631788
" 131923	" 631789
" 131979	" 631790

Original Identifying
Mark and Number

R.I. 131855
" 131788
" 132096
" 132088
" 131884
" 131809
" 131925
" 132094
" 132243
" 132230
" 131870
" 132173
" 132074
" 131939
" 131948
" 131826
" 132193
" 131815
" 132158
" 131849
" 131878
" 132100
" 131787
" 131854
" 132222
" 131828
" 131932
" 131781
" 131780
" 131877
" 131961
" 132196
" 131929
" 131805
" 131950
" 132114
" 131837
" 132215
" 132090
" 131901

New Identifying
Mark and Number

R.I. 631791
" 631792
" 631793
" 631794
" 631795
" 631796
" 631797
" 631798
" 631799
" 631800
" 631801
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Original Identifying
Mark and Number

R.I.

" 131909
" 132240
" 132168
" 132050
" 131876
" 132102
" 131899
" 131806
" 132216
" 132080
" 132181
" 131894
" 131802
" 131832
" 131933
" 132161
" 132231
" 131772
" 132017
" 131970
" 132191
" 132165
" 132185
" 131816
" 131812
" 131978
" 131822
" 131947
" 132245
" 131880
" 132159
"
" 131808
" 132003
" 132218
" 132117
" 132183
" 131792
" 131844
" 131945
" 131794
" 132033

New Identifying
Mark and Number

R.I. 631835

" 631836
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" 631875
" 631876
" 631877

Original Identifying
Mark and Number

R.I. 132132
" 132144
" 132042
" 131881
" 132190
" 132036
" 132198
" 132008
" 132247
" 131915
" 132131
" 131956
" 36117
" 36082
" 36048
" 36236
" 36230
" 36286
" 36242
" 36007
" 36287
" 36288
" 36083
" 36160
" 36168
" 36184
" 36282
" 36280
" 36191
" 36239
" 36174
" 36125
" 36093
" 36266
" 36244
" 36247
" 36198
" 36063
" 36260
" 36263
" 36265
" 36178
" 36279
" 36025

New Identifying
Mark and Number

R.I. 631878
" 631879
" 631880
" 631881
" 631882
" 631883
" 631884
" 631885
" 631886
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" 631888
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Original Identifying
Mark and Number

R.I. 36176
" 36059
" 36095
" 36147
" 36290
" 36221
" 36271
" 36240
" 36043
" 36255
" 36092
" 36248
" 36148
" 36202
" 102144
" 102106

New Identifying
Mark and Number

R.I. 536032
" 536033
" 536034
" 536035
" 536036
" 536037
" 536038
" 536039
" 536040
" 536041
" 536042
" 536043
" 536044
" 536045
" 602100
" 602101